

2-248A033

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RECORDATION NO

8530-F
FILED 1423

SEP 4 1992 -1 50 PM

INTERSTATE COMMERCE COMMISSION
OF COUNSEL
URBAN A. LESTER

September 4, 1992

RECORDATION NO

8530-F
FILED 1423

SEP 4 1992 -1 50 PM

INTERSTATE COMMERCE COMMISSION

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

8530 - E
- F

SEP 4 1 41 PM '92
MOTOR OPERATING UNIT

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are an original and a certified copy of a Quitclaim of Interest dated September 2, 1992, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to that certain Agreement and Assignment dated September 1, 1976 and that certain Assignment of Lease and Agreement dated September 1, 1976, both of which documents were filed and recorded on October 22, 1976 under Recordation Number 8530.

The name and address of the party executing the enclosed document are:

Continental Bank, N.A.
231 South LaSalle Street
Chicago, IL 60697

Also enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are an original and one certified copy of a Purchase Agreement dated as of September 1, 1992 by and between Carlson Leasing, Inc. and U.S. Concord, Inc., a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to that certain Lease Extension and Equipment Option Agreement, dated as of December 13, 1990, which was filed and recorded on December 28, 1990, under Recordation Number 8530.

Mr. Sidney L. Strickland, Jr.
September 4, 1992
Page Two

The name and address of the parties executing the enclosed document are:

Seller: Carlson Leasing, Inc.
Carlson Parkway
PO Box 59159
Minneapolis, MN 55459

Purchaser: U.S. Concord, Inc.
40 Richards Avenue
Norwalk, CT 06856

A description of the railroad equipment covered by the enclosed documents is the following: ten diesel-electric locomotives having road numbers and marks CNW 6926 - 6935, inclusive.

Also enclosed is a check in the amount of \$32.00 payable to the order of the Interstate Commerce Commission covering the required recordation fees.

Kindly return a stamped copy of the enclosed documents to Robert W. Alvord, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary documents to appear in the Commission's Index is:

Quitclaim of Interest by Continental Bank, N.A. and Purchase Agreement between Carlson Leasing, Inc., as seller, and U.S. Concord, Inc., as purchaser, covering ten diesel-electric locomotives bearing road marks and numbers CNW 6926 - 6935, inclusive.

Very truly yours,



Robert W. Alvord

RWA/khb
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

9/4/92

OFFICE OF THE SECRETARY

Robert W. Alvord

Alvord & Alvord

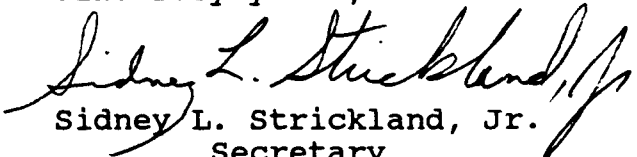
918 16th St. N.W.

Washington, D.C. 20423

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/4/92 at 1:50pm, and assigned recordation number(s). 8530-E & 8530-F

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

REGISTRATION NO. 8530-E FILED 1025

SEP 4 1992 -1 50 PM

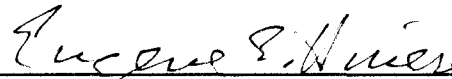
INTERSTATE COMMERCE COMMISSION

I, ROBERT W. ALVORD, being duly sworn do hereby certify that the attached Quitclaim of Interest dated September 2, 1992 by Continental Bank, N.A. consisting of one page is a true and complete copy of the original thereof.



ROBERT W. ALVORD

Subscribed and sworn to before me this 4th day of September 1992.



NOTARY PUBLIC, D.C.

My Commission Expires 8-14-92

SEP 4 1992 - 1 50 PM

INTERSTATE COMMERCE COMMISSION



QUITCLAIM OF INTEREST

On October 22, 1976, that certain Agreement and Assignment as of September 1, 1976 (the "Agreement"), between General Motors Corporation (Electro-Motive Division) and American National Bank and Trust Company, predecessor in interest to Continental Bank, N.A. ("Continental") was filed and recorded with the Interstate Commerce Commission under Recordation No. 8530-A.

On October 22, 1976, that certain Assignment of Lease and Agreement dated as of September 1, 1976 (the "Assignment"), by and between Gold Bond Stamp Company of Georgia and Continental, was filed and recorded with the Interstate Commerce Commission under Recordation No. 8530-C.

Continental hereby conveys and quitclaims, without representation, warranty or recourse, to Carlson Leasing, Inc., a Minnesota corporation, all right, title and interest of Continental in and to the Assignment, the Agreement, and the Railroad Equipment covered thereby.

Executed this 2nd day of September, 1992.

Continental Bank, N.A.

By Alice K. Greenhouse
its TRUST OFFICER

State of ILLINOIS

County of COOK

SS.

On this 2nd day of September, 1992, before me personally appeared ALICE K. GREENHOUSE, to me personally known, who, being by me duly sworn, did say that (s)he is a TRUST OFFICER of Continental Bank, N.A., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

V. Washington
Signature of Notary Public

My Commission Expires 9-20-92

"OFFICIAL SEAL"
V. WASHINGTON
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 9-20-92